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RECORDATION NO. 26374 FILED
MAY 31 '06 2-33 PM
SURFACE TRANSPORTATION BOARD
OF COUNSEL
URBAN A. LESTER

May 31, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2004, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: NARCAT LLC
480 W. Dussel Drive, Suite R
Maumee, OH 43537

Lessee: RailTex, Inc.
5300 Broken Sound Blvd., NW
Boca Raton, FL 33487

Mr. Vernon A. Williams
May 31, 2006
Page 2

A description of the railroad equipment covered by the enclosed document is:

24 bulkhead flatcars: GNRR 8570 – GNRR 8594 (excluding GNRR 8590).

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO.

26374

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2-33 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 21st day of December, 2004, by and between NARCAT LLC, an Delaware corporation, having its principal place of business at Suite R, 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and RailTex, Inc., a Texas corporation, having its principal place of business at 5300 Broken Sound Blvd., NW, Boca Raton, FL 33487 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Master Lease Agreement dated December 21, 2004 (the "Master Lease"), and Rider Deal #C00604 dated as of December 21, 2004 (the "Assigned Schedule"), whereby Lessor leases to Lessee twenty-four (24) railcars bearing railroad reporting marks as noted on attached Exhibit "A".
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Lease Agreement and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

LESSEE:

RAILTEX, INC.

By: _____

Title: _____

Date: _____

STATE OF FLORIDA

COUNTY OF PALM BEACH ss:

The foregoing instrument was acknowledged before me this 21st day of December, 2004, by SANDRA K. FRINGER, the Vice President of RailTex, Inc., a Texas corporation, on behalf of the corporation.



Kristin Dunlap
My Commission DD087657
Expires December 27, 2006

Notary Public

PERSONALLY KNOWN: _____

PRODUCED I.D.: _____

Lessor:

NARCAT LLC

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: Manager

Date: 1/5/09

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 5th day of January, 2009, by Rasesh H. Shah, the Manager of NARCAT LLC, on behalf of the company.



Julie Ann Dibble
Notary Public

JULIE ANN DIBBLE
Notary Public, State of Ohio
Commission Expires 8-20-05

EXHIBIT A

Description of Equipment


Twenty-four (24) 60 ft. 6 inch bulkhead flatcars with chain tie-down assemblies, bearing the running marks and numbers CRLE 8570 through CRLE 8594, inclusive, to be remarked as follows:

	Current Car Number		New Car number	
1	CRLE	8570	GNRR	8570
2	CRLE	8571	GNRR	8571
3	CRLE	8572	GNRR	8572
4	CRLE	8573	GNRR	8573
5	CRLE	8574	GNRR	8574
6	CRLE	8575	GNRR	8575
7	CRLE	8576	GNRR	8576
8	CRLE	8577	GNRR	8577
9	CRLE	8578	GNRR	8578
10	CRLE	8579	GNRR	8579
11	CRLE	8580	GNRR	8580
12	CRLE	8581	GNRR	8581
13	CRLE	8582	GNRR	8582
14	CRLE	8583	GNRR	8583
15	CRLE	8584	GNRR	8584
16	CRLE	8585	GNRR	8585
17	CRLE	8586	GNRR	8586
18	CRLE	8587	GNRR	8587
19	CRLE	8588	GNRR	8588
20	CRLE	8589	GNRR	8589
21	CRLE	8591	GNRR	8591
22	CRLE	8592	GNRR	8592
23	CRLE	8593	GNRR	8593
24	CRLE	8594	GNRR	8594

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 5/31/06



Robert W. Alvord